

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF MASSACHUSETTS**

SKYLINE SOFTWARE SYSTEMS, INC.  
Plaintiff,  
  
v.  
  
KEYHOLE, INC. and GOGGLE, INC.,  
Defendants.

CIVIL ACTION NO. 04-11129-DPW

**SKYLINE SOFTWARE SYSTEMS INC.'S**  
**REPLY TO COUNTERCLAIM**

Plaintiff/Defendant-in-Counterclaim Skyline Software Systems, Inc. (“Skyline”) hereby replies to the Counterclaim of Defendants/Plaintiff-in-Counterclaims Keyhole Inc. (“Keyhole”) and Goggle, Inc. (“Google”) as follows. The numbered paragraphs herein correspond to the numbered paragraphs of the Counterclaim.

## **PARTIES, JURISDICTION AND VENUE**

1. Skyline admits that Keyhole, Inc. is a corporation organized and existing under the laws of Delaware and has its principle place of business in Mountain View, California.
2. Skyline admits that Google, Inc. is a corporation organized and existing under the laws of Delaware and has its principal place of business in Mountain View, California.
3. Skyline admits that it is a corporation organized and existing under the laws of Delaware and that it has its principal place of business at 500 West Cummings Park, Woburn, MA.

4. The allegations of Paragraph 4 of the Counterclaim state legal conclusions that require no answer; however, to the extent that an answer is deemed appropriate, Skyline admits that it contends infringement of its '189 patent.

5. The allegations of Paragraph 5 of the Counterclaim state legal conclusions that require no answer; however, to the extent that an answer is deemed appropriate, Skyline admits that this Court has jurisdiction over the Keyhole's counterclaims pursuant to 28 U.S.C. §§ 1331, 1338(a), 2201(a), and 2202.

6. The allegations of Paragraph 6 of the Counterclaim state legal conclusions that require no answer; however, to the extent that an answer is deemed appropriate, Skyline admits that it is subject to the personal jurisdiction in this judicial district because its corporate headquarters are within this District at 500 West Cummings Park, Woburn, MA.

7. The allegations of Paragraph 7 of the Counterclaim state legal conclusions that require no answer; however, to the extent that an answer is deemed appropriate, Skyline admits that venue is proper in this District pursuant to 28 U.S.C. § 1391(b).

8. Skyline admits that it has accused Defendants of directly infringing, contributorily infringing, and inducing infringement of the '189 Patent. Defendants' denial of these allegations speaks for itself and requires no response.

9. Skyline admits that it claims to be the sole owner of the '189 Patent.

**FIRST COUNTERCLAIM – INVALIDITY**

10. Paragraph 10 requires no answer; however, Skyline incorporates each and every response contained in Paragraphs 1-9 of this Reply.

11. Skyline denies each and every allegation contained in Paragraph 11.

12. The allegations of Paragraph 12 of the Counterclaim state legal conclusions that require no answer.

13. The allegations of Paragraph 13 of the Counterclaim state legal conclusions that require no answer.

14. The allegations of Paragraph 14 of the Counterclaim state legal conclusions that require no answer; however, to the extent that an answer is deemed appropriate, Skyline denies the each and every allegation contained in Paragraph 14.

**SECOND COUNTERCLAIM -NONINFRINGEMENT**

15. Paragraph 15 requires no answer; however, Skyline incorporates each and every response contained in Paragraphs 1-14 of this Reply.

16. Skyline denies each and every allegation made in Paragraph 16.

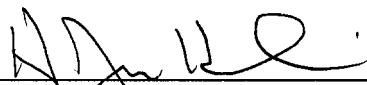
17. The allegations of Paragraph 17 of the Counterclaim state legal conclusions that require no answer.

18. The allegations of Paragraph 18 of the Counterclaim state legal conclusions that require no answer.

19. The allegations of Paragraph 19 of the Counterclaim state legal conclusions that require no answer; however, to the extent that an answer is deemed appropriate, Skyline denies the each and every allegation contained in Paragraph 19.

SKYLINE SOFTWARE SYSTEMS, INC.

By its attorneys,

  
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